

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

TAPESTRY, INC.,

and

CAPRI HOLDINGS LIMITED,

Defendants.

Case No. 1:24-cv-03109

STIPULATED [PROPOSED] TEMPORARY RESTRAINING ORDER

WHEREAS, Plaintiff, the Federal Trade Commission (the “Commission”), filed a complaint in this matter on April 22, 2024, seeking, among other relief, a temporary restraining order and preliminary injunction enjoining Defendant Tapestry, Inc.’s (“Tapestry”) proposed acquisition of Capri Holdings Limited (“Capri” and together with Tapestry, “Defendants”) (the proposed acquisition herein referred to as the “Acquisition”); and

WHEREAS, absent this Stipulation, Defendants would be free to consummate the Acquisition after 11:59 PM Eastern Time on April 29, 2024; and

WHEREAS, pursuant to Exhibit 1, the Commission and Defendants have agreed that Defendants will not consummate the Acquisition until after 11:59 PM Eastern Time on the fifth business day after the Court rules on Plaintiff’s motion for a preliminary injunction pursuant to Section 13(b) of the Federal Trade Commission Act, 15 U.S.C. § 53(b), or until after the date set by the Court, whichever is later;

IT IS HEREBY ORDERED that Defendants shall not consummate the Acquisition until after 11:59 PM Eastern Time on the fifth business day after this Court rules on Plaintiff's motion for a preliminary injunction pursuant to Section 13(b) of the Federal Trade Commission Act, 15 U.S.C. § 53(b), or until after the date set by the Court, whichever is later; and

IT IS FURTHER ORDERED that in connection with the paragraph immediately above, Defendants shall take any and all necessary steps to prevent any of their officers, directors, domestic or foreign agents, divisions, subsidiaries, affiliates, partnerships, or joint ventures from consummating, directly or indirectly, the Acquisition; and

IT IS FURTHER ORDERED that the Commission and Defendants shall work together in good faith to schedule the hearing on the Commission's motion for a preliminary injunction within a reasonable time, subject to the availability of this Court; and

IT IS FURTHER ORDERED that in computing any period specified in the Temporary Restraining Order, the day of the act, event, or default that triggers the period shall be excluded, and the term "business day" as used in this Order refers to any day that is not a Saturday, Sunday, or federal holiday.

SO ORDERED, this _____ day of _____, 2024.

United States District Judge

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on April 24, 2024, I electronically filed a true and correct copy of the foregoing document using the United States District Court for the Southern District of New York CM/ECF System.

I FURTHER CERTIFY that I served the foregoing document on the following counsel via electronic mail:

Amanda P. Reeves LATHAM & WATKINS LLP 555 Eleventh Street, N.W., Suite 1000 Washington, DC 20004 Phone: 202-637-2183 Email: amanda.reeves@lw.com	Damian G. Didden WACHTELL, LIPTON, ROSEN & KATZ 51 West 52nd Street New York, NY 10019 Phone: 212-403-1113 Email: DGDidden@wlrk.com
<i>Counsel for the Defendant Tapestry, Inc.</i>	<i>Counsel for Defendant Capri Holdings Limited</i>

S/ Danielle Quinn
Danielle Quinn
NY Bar No. 5408943
Federal Trade Commission
600 Pennsylvania Avenue, N.W.
Washington, DC 20580
Phone: 202-326-2494
Email: dquinn@ftc.gov

Counsel for Plaintiff Federal Trade Commission